

# Southern Pacific Transportation Company

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February 17, 1988

INTERSTATE COMMERCE COMMISSION

FEB 22 1988 3-00 PM

RECORDATION NO. 7765-5 Filed 1425

2-22-88  
20.00  
ICC Washington, D.C.

INTERSTATE COMMERCE COMMISSION

FEB 22 1988 3-00 PM

RECORDATION NO. 7765-K Filed 1425

VIA CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Twelfth Street & Constitution Avenue  
Washington, D.C. 20423

RE: I.C.C. Finance Docket No. 27799 --  
Southern Pacific Transportation Company  
Equipment Trust Agreement, Series 66

Dear Ms. McGee:

There are enclosed for recording, pursuant to the provisions of Title 49, United States Code, Section 11303, the original and four (4) fully executed counterparts of Eighth Supplement to Equipment Trust and Assignment and Transfer of Certain Road Equipment, each dated as of January 15, 1988, to Equipment Trust Agreement dated as of December 15, 1974, creating Southern Pacific Transportation Company Equipment Trust, Series 66, together with voucher in payment of the recording fee.

The following documents have been recorded with the Commission under Section 11303 in this matter:

Equipment Trust Agreement dated as of December 15, 1974, recorded on January 8, 1974, at 2:45 PM, assigned Recordation No. 7765;

Ms. Noreta R. McGee  
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Supplement to Equipment Trust Agreement dated as of November 1, 1975, recorded on December 5, 1975, at 4:15 PM, assigned Recordation No. 7765-A;

Second Supplement to Equipment Trust Agreement dated as of December 7, 1979, recorded on December 17, 1979, at 1:20 PM, assigned Recordation No. 7765-B;

Third Supplement to Equipment Trust Agreement dated as of August 1, 1982, recorded on August 12, 1982, at 1:00 PM, assigned Recordation No. 7765-C;

Fourth Supplement to Equipment Trust Agreement dated as of June 1, 1984, recorded on June 19, 1984, at 3:10 PM, assigned Recordation No. 7765-D;

Fifth Supplement to Equipment Trust Agreement dated as of May 15, 1985, recorded on June 6, 1985, at 12:55 PM, assigned Recordation No. 7765-E;

Sixth Supplement to Equipment Trust Agreement dated as of March 31, 1986, recorded on April 29, 1986, at 9:55 AM, assigned Recordation No. 7765-F;

Assignment and Transfer of Certain Road Equipment dated as of March 31, 1986, recorded on April 29, 1986, at 9:55 AM, assigned Recordation No. 7765-G;

Seventh Supplement to Equipment Trust Agreement dated as of July 15, 1987, recorded on August 18, 1987, at 3:40 PM, assigned Recordation No. 7765-H; and

Assignment and Transfer of Certain Road Equipment dated as of July 15, 1987, recorded on August 18, 1987, at 3:40 PM, assigned Recordation No. 7765-I.

In connection with the recording of the Eighth Supplement and Assignment and Transfer, each dated as of January 15, 1988, to the Equipment Trust Agreement dated as of December 15, 1974, the following information is set forth in accordance with the provisions of Section 57.4 of the Commission's Order of July 28, 1952, as amended:

Ms. Noreta R. McGee  
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Name and Address of Trustee - Lessor:

First Pennsylvania Bank, N.A.  
30 South 30th Street  
Philadelphia, Pennsylvania 19104

Name and Address of Guarantor - Lessee:

Southern Pacific Transportation Company  
Southern Pacific Building  
One Market Plaza  
San Francisco, California 94105

General Description of the Equipment  
Covered by the Eighth Supplement:


<u>Number of Units</u>	<u>Description</u>
5	Diesel Locomotives; General Motors Corp. (Electro-Motive Division), builder; lettered SP and numbered 3880, 3883, 4120, 4434 and 6313; GRIP date - March 1977, October 1977, February 1978, January 1978 and December 1978, respectively.

General Description of the Equipment Covered by the  
Assignment and Transfer of Certain Road Equipment:

<u>Number of Units</u>	<u>Description</u>
2	Diesel Locomotives; General Motors Corp. (Electro-Motive Division), builder; lettered SP and numbered 9352 and 9357.

When the recording of the Eighth Supplement and Assignment and Transfer have been completed, will you kindly endorse, with the pertinent recording information, all executed counterparts thereof, and return four (4) of the same to the undersigned.

Very truly yours,

  
Lenora Young  
Legal Assistant

Enclosures

cc: Mr. E. L. Johnson  
(Attn: Mr. C. D. Tyler)

**Interstate Commerce Commission**  
Washington, D.C. 20423

2/23/88

OFFICE OF THE SECRETARY

Lenona Young  
Legal Assist.  
Southern Pacific Trans. Company  
Southern Pacific Building  
One Market Plaza  
San Francisco, Calif. 94105

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/22/88 at 3:00pm, and assigned recordation number(s). 7301-D&E, 7765-J&K, 7850-L&M, 7855-N,O,P.

Sincerely yours,

*Nanta R. McLee*  
Secretary

Enclosure(s)

All Recordations are now \$13.00 as of 2/1/88

M.R. Lee